

**SILVER STATE ENERGY ASSOCIATION
BOARD OF DIRECTORS MEETING**

**NOVEMBER 7, 2007
MINUTES**

**Call to Order
9:02 A.M.**

Grand Canyon 1 Conference Room, Southern Nevada Water Authority
100 City Parkway, Suite 700, Las Vegas, Nevada

DIRECTORS PRESENT:

James Salo, Colorado River Commission; Ned Shamo, City of Boulder City; John Mathews, Lincoln County Power District No. 1; Richard Wimmer, Southern Nevada Water Authority; Dr. Larry Moses, Overton Power District No. 5

STAFF PRESENT:

Scott Krantz, Brian Chally

CALL TO ORDER

The meeting was called to order by James Salo, who noted that the meeting was noticed and posted in accordance with the Nevada Open Meeting law.

ITEM NO.

Unless otherwise indicated, members present unanimously voted in the affirmative.

1. APPROVAL OF AGENDA AND MINUTES OF THE MEETING OF OCTOBER 3, 2007

FINAL ACTION: A motion was made by Ned Shamo and seconded by John Mathews that the minutes of the October 3 meeting be approved. The motion was approved.

2. APPROVE THE FIRST AMENDMENT TO BYLAWS OF THE SSEA

Jim Salo recommended that the Board vote separately on the 2 elements of this item. The first element to be amended is the language contained in Article 2, Section 2.1 of the Bylaws. It is proposed that the language indicates the location of the principal office of the SSEA will be identified on a new Attachment A to be attached to the Bylaws. With the approval of the Board of Directors, Attachment A may be updated to reflect any future changes in the location of the office without formally amending the Bylaws.

FINAL ACTION: A motion was made by Dick Wimmer and seconded by John Mathews to approve the amendment to Article 2, Section 2.1 of the Bylaws. The motion was approved.

The second element to be amended is the language relating to fidelity bonds in Article 3, Section 3.6 of the Bylaws, which says that any employee or officer of the SSEA handling or responsible for funds of the SSEA must furnish adequate fidelity bonds. It is proposed that the language be changed to make it permissive rather than mandatory because employees of the members, who carry out SSEA activities, are already covered by their employers.

FINAL ACTION: A motion was made by Ned Shamo and seconded by John Mathews to approve the amendment to Article 3, Section 3.6 of the Bylaws. The motion was approved.

3. APPROVE AN AGREEMENT BETWEEN THE SSEA AND THE SOUTHERN NEVADA WATER AUTHORITY (AUTHORITY) TO AUTHORIZE THE AUTHORITY'S DIRECTOR OF ENERGY MANAGEMENT TO SERVE AS THE SSEA MANAGER AND MANAGE THE AFFAIRS OF THE SSEA PURSUANT TO THE COOPERATIVE AGREEMENT

Jim Salo stated that this item is a follow-up from the October 3 meeting to make Scott Krantz's appointment as the SSEA Manager official and provide a contractual structure between the Authority, which is Scott's employer, and the SSEA for the appointment.

FINAL ACTION: A motion was made by Dick Wimmer and seconded by John Mathews to approve the agreement between the SSEA and the Authority. The motion was approved.

4. APPROVE PROJECT SERVICE AGREEMENT NO. 1: JOINT GENERATION RESOURCE PLANNING AND EVALUATION AGREEMENT AMONG THE SSEA AND ITS SPECIFIED MEMBERS: CITY OF BOULDER CITY, LINCOLN COUNTY POWER DISTRICT NO. 1, OVERTON POWER DISTRICT NO. 5, AND THE AUTHORITY

Scott Krantz stated that at the October 3 meeting the Board approved the project for resource evaluation, which gave the preliminary go ahead to begin developing Project Service Agreement No. 1 to govern the details of how the first joint project would move forward. This is intended to be a long-term project service agreement to allow the SSEA to jointly manage and plan for collective generation resource needs. The Board is being asked to approve the \$1 million budget for the overall project. If, after the budget has been expended, members wanted to continue the project, the Board would be asked to approve additional money. The specifics of which resources are evaluated and pursued will be unanimously agreed upon by the staffs of each of the members so that nothing will move forward unless all are in agreement. Because the agreement requires unanimous approval, if the various members can't come to a collective consensus on a particular technology or project to pursue, no work will take place. The project will

remain in place and at a future time, new items can be brought forth. However, costs will not be incurred until there is unanimous agreement on how to proceed.

Jim Salo noted that the signature page on the agreement changed from the version that was distributed to the members prior to the meeting. It reflects a different signatory on behalf of Boulder City, the city manager rather than the mayor, and corrected the spelling of Mr. Kelley from Lincoln County.

FINAL ACTION: A motion was made by John Mathews and seconded by Dick Wimmer to approve Project Service Agreement No. 1: Joint Generation Resource Planning and Evaluation Agreement Among the SSEA and Its Specified Members: City of Boulder City, Lincoln County Power District No. 1, Overton Power District No, 5, and the Authority. The motion was approved.

5. RECEIVE ANY UPDATES FROM THE STAFF ON ANY ELECTRIC RESOURCES AND TRANSMISSION ISSUES ASSOCIATED WITH THE NEEDS OF, REQUIREMENTS FOR, OR IMPACTS TO ANY OF THE SSEA MEMBERS

There were no updates to report. Jim Salo noted that this item will be included as a standard item on meeting agendas so that the Board would have an opportunity to receive reports on activities and give staff the opportunity for interaction with the Board when it is appropriate.

6. PUBLIC COMMENT

There were no speakers wishing to be heard.

ADJOURN

There being no further business to come before the Board, the meeting adjourned at approximately 9:33 a.m.